

Climate Governance guide



A board guide to climate governance

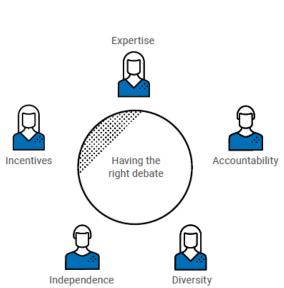
Why climate change is a problem

Climate change has far-reaching implications for companies. Following the Paris Agreement on climate change, companies are expected to reach zero carbon emissions on a net basis. This transition presents both risks and opportunities. To mitigate the former and realise the latter, an extensive overhaul of business operations is required over relatively few business cycles.

Our climate governance expectations

Boards should be fully accountable for their organisation's approach to risk management, target setting, strategic development and reporting, as it relates to climate change and, where relevant, the interrelated issues of biodiversity and deforestation.

Summary





LGIM's expectations of boards

Board accountability

Climate change, including the interrelated issues of deforestation and biodiversity, should have a clear and formal place on the board's agenda. Accountability for material climate issues should be held at the most senior executive level. Pay incentives should be aligned to strategic objectives as they relate to climate change.

Appropriate expertise

Be aware of key trends in regulation, technology and consumer attitudes and the likely pace at which these could materialise. Boards should seek out the expertise needed to understand the likely climate and nature impacts and dependencies, given the company's operations and geographical footprint.

Climate as a core strategic issue

Ensure climate is linked to business planning, which requires an evaluation of materiality and, where relevant, incorporating biodiversity and deforestation. Define actions and investments the company intends to take to reach net zero, and the contribution of each towards meetings its target.

Disclosure of decision-useful information

Report in line with the recommendations from the Task Force on Climate-related Financial Disclosures, ensuring the availability of relevant data and analysis necessary to report comprehensively and meaningfully. This requires the disclosure of financially material climate risks within annual reports. Investors need to be able to quantify the potential financial implications of climate risks, and the integration of these into company financial statements. It is important to ensure consistency between narrative reporting and company accounts.

Key takeaways

Climate change is a systemic issue

For investors with long-term horizons and diversified portfolios, climate risk poses a substantial investment risk.

Boards must take responsibility for business responses to climate change

This is an integral component of business strategy. Boards must transform historical operating models to mitigate risks and harness the opportunities presented by the net zero transition.

Investors have key expectations of boards:

- Accountability from the most senior executive level of climate and interrelated issues
- Appropriate expertise to make informed decisions
- Disclosure of decision-useful information

Related interdependencies can't be ignored

Responses to climate change must consider material interdependencies, including those that relate to nature, deforestation and a 'just transition'.

Relevant links:

- LGIM's policy on climate change 2021
- LGIM's biodiversity policy 2021
- Say on Climate: empowering shareholders to drive positive change (lgimblog.com)

About Legal & General Investment Management (LGIM)

LGIM is the investment management arm of Legal & General Group, a FTSE 100 company. We are one of Europe's largest asset managers and a major global investor, with assets under management of £1.3 trillion.*

*LGIM internal data as at 30 June 2022. The AUM disclosed aggregates the assets managed by LGIM in the UK, LGIMA in the US and LGIM Asia in Hong Kong. The AUM includes the value of securities and derivatives positions.

DISCLAIMER

Key risks

The value of an investment and any income taken from it is not guaranteed and can go down as well as up, you may not get back the amount you originally invested.

Important information

This document is not a financial promotion nor a marketing communication. It has been produced by Legal & General Investment Management Limited and/or its affiliates ('Legal & General', 'we' or 'us') as thought leadership which represents our intellectual property. The information contained in this document (the 'Information') may include our views on significant governance issues which can affect

listed companies and issuers of securities generally. It intentionally refrains from describing any products or services provided by any of the regulated entities within our group of companies, this is so the document can be distributed to the widest possible audience without geographic limitation. No party shall have any right of action against Legal & General in relation to the accuracy or completeness of the Information, or any other written or oral information made available in connection with this publication. No part of this or any other document or presentation provided by us shall be deemed to constitute 'proper advice' for the purposes of the Pensions Act 1995 (as amended).

Limitations:

Unless otherwise agreed by Legal & General in writing, the Information in this document (a) is for information purposes only and we are not soliciting any action based on it, and (b) is not a recommendation to buy or sell securities or pursue a particular investment strategy; and (c) is not investment, legal, regulatory or tax advice. To the fullest extent permitted by law, we exclude all representations, warranties, conditions, undertakings and all other terms of any kind, implied by statute or common law, with respect to the Information including (without limitation) any representations as to the quality, suitability, accuracy or completeness of the Information. The Information is provided 'as is' and 'as available'. To the fullest extent permitted by law, Legal & General accepts no liability to you or any other recipient of the Information for any loss, damage or cost arising from, or in connection with, any use or reliance on the Information. Without limiting the generality of the foregoing, Legal & General does not accept any liability for any indirect, special or consequential loss howsoever caused and on any theory or liability, whether in contract or tort (including negligence) or otherwise, even if Legal & General has been advised of the possibility of such loss.

Third Party Data:

Where this document contains third party information or data ('Third Party Data'), we cannot guarantee the accuracy, completeness or reliability of such Third Party Data and accept no responsibility or liability whatsoever in respect of such Third Party Data.

Amendments and Updates:

We are under no obligation to update or amend the Information or correct any errors in the Information following the date it was delivered to you. Legal & General reserves the right to update this document and/or the Information at any time and without notice. Although the Information contained in this document is believed to be correct as at the time of printing or publication, no assurance can be given to you that this document is complete or accurate in the light of information that may become available after its publication. The Information may not take into account any relevant events, facts or conditions that have occurred after the publication or printing of this document.

Unless otherwise stated, references herein to "LGIM", "we" and "us" are meant to capture the global conglomerate that includes Legal & General Investment Management Ltd. (a U.K. FCA authorized adviser), LGIM International Limited (a U.S. SEC registered investment adviser and U.K. FCA authorized adviser), Legal & General Investment Management America, Inc. (a U.S.

SEC registered investment adviser) and Legal & General Investment Management Asia Limited (a Hong Kong SFC registered adviser). The LGIM Stewardship Team acts on behalf of all such locally authorized entities. © 2022 Legal & General Investment Management Limited. All rights reserved. No part of this publication may be reproduced or transmitted in any form or by any means, including photocopying and recording, without the written permission of the publishers.

© 2022 Legal & General Investment Management Limited, authorised and regulated by the Financial Conduct Authority, No. 119272. Registered in England and Wales No. 02091894 with registered office at One Coleman Street, London, EC2R 5AA